

STATE OF SOUTH CAROLINA
BEFORE THE PUBLIC SERVICE COMMISSION
DOCKET NO. 2004-45-C

IN THE MATTER OF:

Joint Application of BellSouth
BSE, Inc. and BellSouth Long
Distance, Inc. for Approval
of Merger

)
) **PETITION TO INTERVENE OF**
) **MCI WORLDCOM**
) **COMMUNICATIONS, INC.**
) **AND MCIMETRO ACCESS**
) **TRANSMISSION SERVICES, LLC**
)
)

MCI WorldCom Communications, Inc. and MCImetro Access Transmission Services, LLC, referred to collectively as "MCI," hereby petition the Public Service Commission of South Carolina ("Commission") pursuant to S.C. Code Regs. 10-336 and other applicable rules and regulations of the Commission, for permission to intervene in the abovementioned proceeding. In support of this Petition, MCI alleges the following:

1. MCI WorldCom Communications, Inc. and MCImetro Access Transmission Services, LLC, are corporations and entities respectively formed and existing under the laws of Delaware, are wholly-owned subsidiaries of WorldCom, Inc., and are certified to provide and do provide, respectively, intrastate interexchange services and competitive local exchange services within the State of South Carolina, which are subject to the jurisdiction of the Commission.

2. MCI's authorized and legal representatives in this proceeding, to whom correspondence should be directed, are:

Kennard B. Woods
MCI
Law and Public Policy
6 Concourse Parkway, Suite 600
Atlanta, GA 30328
Phone (770) 284-5497
Fax (770) 284-5488

Darra W. Cothran
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Post Office Box 12399
Columbia, S. C. 29211
Phone (803) 799-9772
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3. The Commission has established this proceeding to review the joint request of BellSouth BSE, Inc. and BellSouth Long Distance, Inc., for purposes of application for approval of merger pursuant to S.C. Code Ann. §589-310, as amended.

4. The Commission has assigned Docket No. 200445-C to this matter.

5. MCI will be affected by any Commission decision concerning the merger; MCI has a direct and substantial interest in this docket as an intrastate interexchange service provider in South Carolina and as a competing local exchange carrier. MCI competes with BellSouth BSE and BellSouth Long Distance. MCI's intervention is necessary to protect its interests and address concerns pertaining to the merger, including the separations requirements of the FCC, 47 USC §272, the Commission's and the FCC's Orders respecting 47 USC §271, the Commission's continuing jurisdiction under 47 USC §271, and other legal requirements. MCI requests permission of the Commission to intervene as a formal party of record.

6. MCI's intervention will aid the Commission by assisting in the development of a full and fair record to address the issues raised in this proceeding.

7. MCI is informed and believes that granting its request to be made a party of record in the abovecaptioned proceeding is in the public interest, is consistent with the policies of the Commission in encouraging maximum public participation in issues before it, and should be allowed so that a full and complete record addressing the views and concerns of MCI can be developed.

WHEREFORE, MCI prays for the following relief:

A. That this Petition to Intervene be granted by the Commission and that MCI be made a formal party of record to the proceedings.

B. That MCI be allowed to participate fully in this proceeding and to take such positions as it deems advisable.

C. That such other and further relief be granted as is just and proper.

April _____, 2004.

By: _____
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CERTIFICATE OF SERVICE

PERSONALLY APPEARED before me, Betty J. DeHart, who, being duly sworn, deposes and says that she is not a party to these proceedings and has no interest therein; that on the 1st day of April, 2004, she served by mail the Petition to Intervene of MCI WorldCom Communications, Inc., and MCIMetro Access Transmission Services, LLC in the above entitled case upon all counsel of record by causing same to be deposited in an authorized United States Mail Box; that the envelopes containing said document were properly addressed, securely wrapped and sealed and bore the proper postage; and that said envelopes were addressed to the persons indicated below, and via electronic mail by sending copies of same via electronic mail to the email addresses indicated below.

F. David Butler, Esquire
david.butler@psc.state.sc.us
The Public Service Commission
State of South Carolina
Post Office Drawer 11649
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Patrick Turner, General Counsel
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Betty J. DeHart

SWORN to before me this

_____ day of April, 2004.

_____(L.S.)
Notary Public for South Carolina
My Commission Expires: _____